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Attorneys for Defendants  
CorMatrix Cardiovascular, Inc., Robert G. Matheny,  
David B. Camp, and Beecher Lewis

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

DUKE ADVANTAGE, LLC, a company,  
Plaintiff,

v.

CORMATRIX CARDIOVASCULAR,  
INC., a corporation, ROBERT G.  
MATHENY, an individual, DAVID B.  
CAMP, an individual, and BEECHER  
LEWIS, an individual,  
Defendants.

Case No. C072950 RMW  
Santa Clara Superior  
Court Case No. 107 CV085326

**DECLARATION OF ANGELA FRAZIER  
IN SUPPORT OF MOTION TO DISMISS**

Date: August 3, 2007  
Time: 9:00 a.m.  
Courtroom: 6  
Judge: Hon. Ronald M. Whyte

I, Angela Frazier, declare:

1. I am an attorney admitted to practice before all courts of the State of Georgia and an associate with the law firm of Kilpatrick Stockton LLP, counsel of record for CorMatrix Cardiovascular, Inc. ("CorMatrix") in the matter of *CorMatrix Cardiovascular, Inc. v. LaDuca and Duke Vascular, Inc.* (case no. 2007 CV130971), in the Superior Court of Fulton County, State of Georgia. I have personal knowledge of the facts stated herein and would be competent to testify thereto if called to do so.

2. Attached hereto as **Exhibit A** is a true and correct copy of excerpts of the Georgia

1 Securities Act of 1973, specifically O.C.G.A. sections 10-5-12 and 10-5-14.

2 3. Georgia law provides similar protections, as provided under California law, for  
3 fraud in securities transactions. Under O.C.G.A. section 10-5-12, a purchaser of securities can  
4 sue for unlawful practices, including misrepresentation and fraud, and can recover monetary  
5 damages for violations of O.C.G.A. section 10-5-12.

6 I declare under the penalty of perjury under the laws of the State of California that the  
7 foregoing is true and correct. Executed at Atlanta, Georgia, on July 19, 2007.

8  
9 /s/ Angela Frazier

10 ANGELA FRAZIER

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